

**ARTICLES OF INCORPORATION
OF THE GHENT DOG PARK ASSOCIATION**

We the undersigned, desiring to form a non-stock corporation under the Virginia Non-Stock Corporation Act, do hereby certify:

FIRST: The name of the Corporation shall be The Ghent Dog Park Association (GDPA).

SECOND: The Corporation is organized exclusively for non-profit purposes. The mission of the association is to provide a safe, clean, beautiful, and accessible environment for people and dogs to exercise and socialize together at the City of Norfolk designated dog park at the 1300 block of Stockley Gardens in Ghent. Additionally, the association will solicit, receive, invest and use funds to facilitate the health, safety, and improvement of the park for people and dogs and provide volunteer support toward those ends. The association will also support off-leash privileges, advocate responsible dog ownership and education and will cultivate community spirit and neighborhood relationships through outreach efforts and programs.

THIRD: The Corporation shall have, and may exercise in the furtherance of the foregoing purposes, the power to solicit and receive gifts, grants, contributions, and bequests, and to engage in fund-raising activities; the powers specified in Virginia Code section 13.1-826 (and any successor statute thereto) and the power to be a partner in any enterprise which the Corporation would have the power to conduct by itself, provided

that no such power shall be exercised in a manner inconsistent with the Virginia Non-Stock Corporation Act at Chapter 10 of Article 8.1 of the Virginia Code or any other chapter of the Virginia Code. The Corporation shall not engage in any activities that would (a) prevent it from obtaining exemption from federal income taxation as a Corporation described in §501(c)(3) of the federal Internal Revenue Code of 1986 (or any corresponding provisions of any statutes which succeed such section), or (b) cause it to lose such exempt status. No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any member or other private person, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in these Articles. In the event of the dissolution of the Corporation, its assets remaining after payment or provision for payment of all debts and liabilities shall be distributed to nonprofit funds, foundations or corporations organized and operated exclusively for similar charitable purposes, and which have established tax exempt status under 501 (c)(3) of the Internal Revenue Code.

FOURTH: The affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors of the Corporation shall consist or not less than seven Directors plus those non-voting Emeritus and Ex-officio Directors, described in the By laws. The Board of Directors will serve a one-year term and will be elected by voting members of the GDPA at the annual meeting as set forth in the Bylaws of the corporation.

FIFTH: The classes of members of the Corporation shall be determined and have the rights as set forth in the Bylaws.

SIXTH: The address of the Corporation's initial registered office is 611 Baldwin Avenue, Norfolk, Virginia.

SEVENTH: The name of the initial registered agent is Anna Beetham Goldenberg who is a resident of Virginia, an initial director of the corporation, and whose address is identical to the initial registered office.

EIGHTH: The initial Board of Directors shall consist of 7 directors, whose names and addresses, including street and number, are as set forth below, and who shall serve as the initial directors of the Corporation for the terms noted below or until their successors have been elected and qualified as set forth in the Bylaws:

Name and Address	Term
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IN WITNESS WHEREOF the undersigned incorporator has subscribed his name this _____ day of _____, 2006.

Incorporator